

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:) Chapter 11
)
FORESIGHT ENERGY LP,) Case No. 20-41308-659
a Delaware limited partnership,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 80-0778894)

In re:) Chapter 11
)
ADENA RESOURCES, LLC,) Case No. 20-41314
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 20-5004649)

In re:) Chapter 11
)
AKIN ENERGY LLC,) Case No. 20-41326
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 20-5231648)

In re:) Chapter 11
)
AMERICAN CENTURY MINERAL LLC,) Case No. 20-41330
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
S.E.C. File No. 5725788)

In re:) Chapter 11
)
AMERICAN CENTURY TRANSPORT) Case No. 20-41322
LLC,)
a Delaware limited liability company,) Joint Administration Requested
Debtor.)
)
S.E.C. File No. 5725786)

In re:) Chapter 11
)
COAL FIELD CONSTRUCTION) Case No. 20-41334
COMPANY LLC,)
a Delaware limited liability company,) Joint Administration Requested
Debtor.)
)
Employer Tax I.D. No. 26-3795694)

In re:) Chapter 11
)
COAL FIELD REPAIR SERVICES LLC) Case No. 20-41329
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 46-2249179)

In re:) Chapter 11
)
FORESIGHT COAL SALES LLC,) Case No. 20-41323
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 26-3318620)

In re:) Chapter 11
)
FORESIGHT ENERGY EMPLOYEE) Case No. 20-41316
SERVICES CORPORATION,)
a Delaware corporation,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 38-3957023)

In re:) Chapter 11
)
FORESIGHT ENERGY FINANCE) Case No. 20-41333
CORPORATION,)
a Delaware corporation,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 27-3135321)

In re:) Chapter 11
)
FORESIGHT ENERGY GP LLC,) Case No. 20-41309
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 90-0788332)

In re:) Chapter 11
)
FORESIGHT ENERGY LABOR LLC,) Case No. 20-41337
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 32-0504176)

In re:) Chapter 11
)
FORESIGHT ENERGY LLC,) Case No. 20-41312
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 20-5917685)

In re:) Chapter 11
)
FORESIGHT ENERGY SERVICES LLC,) Case No. 20-41319
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 90-0776204)

In re:) Chapter 11
)
FORESIGHT RECEIVABLES LLC,) Case No. 20-41321
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 38-3952250)

In re:) Chapter 11
)
HILLSBORO ENERGY LLC,) Case No. 20-41328
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 20-5231639)

In re:) Chapter 11
)
HILLSBORO TRANSPORT LLC,) Case No. 20-41318
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 38-3916881)

In re:) Chapter 11
)
LD LABOR COMPANY LLC,) Case No. 20-41324
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 45-3848454)

In re:) Chapter 11
)
LOGAN MINING LLC,) Case No. 20-41325
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 47-1762361)

In re:) Chapter 11
)
MACH MINING, LLC,) Case No. 20-41338
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 73-1734826)

In re:) Chapter 11
)
MACOUPIN ENERGY LLC,) Case No. 20-41331
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 26-2809005)

In re:) Chapter 11
)
MARYAN MINING LLC,) Case No. 20-41320
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 26-4027085)

In re:) Chapter 11
)
M-CLASS MINING, LLC,) Case No. 20-41335
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 26-0645272)

In re:) Chapter 11
)
OENEUS LLC,) Case No. 20-41313
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 30-0306007)

In re:) Chapter 11
)
PATTON MINING LLC,) Case No. 20-41332
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 26-4027251)

In re:) Chapter 11
)
SENECA REBUILD LLC,) Case No. 20-41311
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 46-3150958)

In re:) Chapter 11
)
SITRAN LLC,) Case No. 20-41310
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 26-1369962)

In re:) Chapter 11
)
SUGAR CAMP ENERGY, LLC,) Case No. 20-41336
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 41-2178049)

In re:) Chapter 11
)
TANNER ENERGY LLC,) Case No. 20-41317
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 38-3940409)

In re:) Chapter 11
)
VIKING MINING LLC,) Case No. 20-41325
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
)
Employer Tax I.D. No. 46-1264981)

In re:)	Chapter 11
)	
WILLIAMSON ENERGY, LLC,)	Case No. 20-41327
a Delaware limited liability company,)	
Debtor.)	Joint Administration Requested
)	
Employer Tax I.D. No. 81-0669143)	

ORDER AUTHORIZING JOINT ADMINISTRATION OF CHAPTER 11 CASES

Upon the Motion¹ of Foresight Energy LP and its affiliated debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) for entry of an order, pursuant to sections 105(a) and 342(c)(1) of the Bankruptcy Code, Bankruptcy Rule 1015, and Local Bankruptcy Rule 1015(B), (a) authorizing the joint administration and consolidation of the Debtors’ chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully described in the Motion; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and Rule 81-9.01(B)(1) of the Local Rules of the United States District Court for the Eastern District of Missouri; and it appearing that venue of the Debtors’ chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Motion; and upon consideration of the First Day Declarations; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors and all other parties in interest; and that the legal and factual bases set

¹ All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent set forth herein.
2. The above-captioned cases are consolidated for procedural purposes only and shall be administered jointly by this Court under Case No. 20-41308-659 in accordance with the provisions of Bankruptcy Rule 1015(B) and Local Bankruptcy Rule 1015.
3. The consolidated caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:)	Chapter 11
)	
FORESIGHT ENERGY LP, <i>et al.</i> ,)	Case No. 20-41308-659
)	
Debtors.)	Jointly Administered
)	

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
5. A docket entry shall be made in each of the Debtors' chapter 11 cases, other than the case of Foresight Energy LP, and, in the event related cases are subsequently filed, in such affiliates' cases, substantially as follows:

An order has been entered in this case directing the consolidation and joint administration for procedural purposes only of the chapter 11 cases of Foresight Energy LP (8894), Adena Resources, LLC (4649), Akin Energy LLC (1648), American Century Mineral LLC (SEC No. 5788), American Century Transport LLC (SEC No. 5786), Coal Field Construction Company LLC (5694), Coal Field Repair Services LLC (9179), Foresight Coal Sales LLC (8620),

Foresight Energy Employee Services Corporation (7023), Foresight Energy Finance Corporation (5321), Foresight Energy GP LLC (8332), Foresight Energy Labor LLC (4176), Foresight Energy LLC (7685), Foresight Energy Services LLC (6204), Foresight Receivables LLC (2250), Hillsboro Energy LLC (1639), Hillsboro Transport LLC (6881), LD Labor Company LLC (8454), Logan Mining LLC (2361), Mach Mining, LLC (4826), Macoupin Energy LLC (9005), MaRyan Mining LLC (7085), M-Class Mining, LLC (5272), Oeneus LLC (6007), Patton Mining (7251), Seneca Rebuild LLC (0985), Sitran LLC (9962), Sugar Camp Energy, LLC (8049), Tanner Energy LLC (0409), Viking Mining LLC (4981), and Williamson Energy, LLC (9143), and all subsequently filed chapter 11 cases of such debtors' affiliates, subject to the terms therein. The docket in the chapter 11 case of Foresight Energy LP, Case No. 20-41308-659 should be consulted for all matters affecting this case.

6. Any creditor, debtor or other party filing a proof of claim against any of the Debtors shall clearly assert such claim against the particular Debtor obligated on such claim and not against the jointly administered Debtors, except as otherwise provided in any other order of this Court.

7. One consolidated docket, one file, and one consolidated service list shall be maintained by the Debtors and kept by the Clerk of Court with the assistance of a notice and claims agent if one is retained by the Debtors in these chapter 11 cases.

8. Separate claims registers shall be maintained from the date of this Order for all claims in all of the separate Debtors cases. Counsel for the Debtors shall consult with the Clerk of the Bankruptcy Court with respect to applicable forms, notices, and procedures to effectuate the preparation of a customized proof of claim form specific to these cases and instructions and bar date notices for submitting proof of claims.

9. One mailing matrix shall be maintained for all cases, which the Debtors' counsel shall file as required under this Court's Local Bankruptcy Rules. Subject to the terms of any Order of the Court to the contrary, the matrix shall include all names and addresses for the

most current list of the Debtors' creditors. The matrix shall be maintained in the electronic record for the Lead Case Foresight Energy LP.


10. The Debtors shall file monthly operating reports as may be arranged and agreed to between the Debtors and the U.S. Trustee. Such parties may agree to file a single joint monthly operating report with segregated data specific to each Debtor. The Debtors shall remain liable for payments of U.S. Trustee fees as required under 28 U.S.C. § 1930.

11. At the U.S. Trustee's discretion, one creditors committee may be appointed for all cases, with members drawn from each of the jointly administered cases with unsecured claimants, or separate committees may be appointed for each of the cases.

12. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

13. The terms and conditions of this Order shall be immediately effective upon entry of the Order.

14. No later than two days after the date this Order is entered on the docket, the Debtors are directed to serve a copy of this Order, and are directed to file a certificate of service no later than 24 hours after such service.


KATHY A. SURRATT-STATES
Chief U.S. Bankruptcy Judge

DATED: March 11, 2020
St. Louis, Missouri
jjh

Order Prepared By:

Richard W. Engel, Jr., MO 34641
John G. Willard, MO 67049
Kathryn R. Redmond, MO 72087
ARMSTRONG TEASDALE LLP
7700 Forsyth Boulevard, Suite 1800
St. Louis, Missouri 63105
Telephone: (314) 621-5070
Facsimile: (314) 621-2239
Email: rengel@atllp.com
jwillard@atllp.com
krredmond@atllp.com

Paul M. Basta (admitted *pro hac vice*)
Alice Belisle Eaton (admitted *pro hac vice*)
Alexander Woolverton (admitted *pro hac vice*)
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
1285 Avenue of the Americas
New York, New York 10019
Tel: (212) 373-3000
Fax: (212) 757-3990
Email: pbasta@paulweiss.com
aeaton@paulweiss.com
awoolverton@paulweiss.com

Proposed Counsel to the Debtors and Debtors in Possession